

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	: Chapter 11
	:
MOTORS LIQUIDATION COMPANY, <i>et al.</i>,	: Case No.: 09-50026 (REG)
f/k/a General Motors Corp., <i>et al.</i>	:
	:
Debtors.	: (Jointly Administered)
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**DECLARATION OF DEBORAH J. NEWMAN IN SUPPORT OF THE
PARTICIPATING UNITHOLDERS' AND GUC TRUST ADMINISTRATOR'S
OPENING MEMORANDUM OF LAW RESPECTING
THE EQUITABLE MOOTNESS THRESHOLD ISSUE**

I, Deborah J. Newman, declare as follows:

1. I am a partner at the law firm of Akin Gump Strauss Hauer & Feld LLP, counsel for certain unaffiliated holders (the “**Participating Unitholders**”) of beneficial units of the Motors Liquidation Company GUC Trust.

2. I respectfully submit this Declaration in Support of the Participating Unitholders’ and GUC Trust Administrator’s Opening Memorandum of Law Respecting the Equitable Mootness Threshold Issue.

3. Attached hereto as **Exhibit A** is a true and correct copy of a CRT Capital Group LLC (“**CRT Capital**”) analyst report dated October 22, 2013.

4. Attached hereto as **Exhibit B** is a true and correct copy of a CRT Capital analyst report dated November 11, 2013.

5. Attached hereto as **Exhibit C** is a true and correct copy of a letter from General Motors LLC (“**New GM**”) to the National Highway Traffic Safety Administration (“**NHTSA**”) dated February 24, 2014 regarding Recall No. 14V-047.

6. Attached hereto as **Exhibit D** is a true and correct copy of a letter from New GM to NHTSA dated March 11, 2014 regarding Recall No. 14V-047.

7. Attached hereto as **Exhibit E** is a true and correct copy of a letter from New GM to NHTSA dated April 11, 2014 regarding Recall No. 14V-047.

8. Attached hereto as **Exhibit F** is a true and correct copy of a letter from New GM to NHTSA dated July 2, 2014 regarding Recall No. 14V-355.

9. Attached hereto as **Exhibit G** is a true and correct copy of a letter from New GM to NHTSA dated July 16, 2014 regarding Recall No. 14V-400.

10. Attached hereto as **Exhibit H** is a true and correct copy of a letter from New GM to NHTSA dated July 16, 2014 regarding Recall No. 14V-394.

11. Attached hereto as **Exhibit I** is a true and correct copy of a letter from New GM to NHTSA dated August 7, 2014 regarding Recall No. 14V-490.

12. Attached hereto as **Exhibit J** is a true and correct copy of a letter from NHTSA to New GM dated October 3, 2014 regarding Recall No. 14V-540.

13. Attached hereto as **Exhibit K** is a true and correct copy of a letter from New GM to NHTSA dated March 31, 2014 regarding Recall No. 14V-117.

14. Attached hereto as **Exhibit L** is a true and correct copy of a letter from New GM to NHTSA dated March 31, 2014 regarding Recall No. 14V-118.

15. Attached hereto as **Exhibit M** is a true and correct copy of a letter from New GM to NHTSA dated March 31, 2014 regarding Recall No. 14V-153.

16. Attached hereto as **Exhibit N** is a true and correct copy of a letter from New GM to NHTSA dated April 29, 2014 regarding Recall No. 14V-224.

17. Attached hereto as **Exhibit O** is a true and correct copy of a letter from New GM to NHTSA dated May 22, 2014 regarding Recall No. 14V-224.

18. Attached hereto as **Exhibit P** is a true and correct copy of a letter from New GM to NHTSA dated May 28, 2014 regarding Recall No. 14V-251.

19. Attached hereto as **Exhibit Q** is a true and correct copy of a letter from New GM to NHTSA dated May 28, 2014 regarding Recall No. 14V-252.

20. Attached hereto as **Exhibit R** is a true and correct copy of a letter from New GM to NHTSA dated May 30, 2014 regarding Recall No. 14V-266.

21. Attached hereto as **Exhibit S** is a true and correct copy of a letter from New GM to NHTSA dated June 25, 2014 regarding Recall No. 14V-261.

22. Attached hereto as **Exhibit T** is a true and correct copy of a letter from New GM to NHTSA dated June 25, 2014 regarding Recall No. 14V-260.

23. Attached hereto as **Exhibit U** is a true and correct copy of a letter from New GM to NHTSA dated June 11, 2014 regarding Recall No. 14V-318.

24. Attached hereto as **Exhibit V** is a true and correct copy of a letter from New GM to NHTSA dated July 2, 2014 regarding Recall No. 14V-404.

25. Attached hereto as **Exhibit W** is a true and correct copy of a letter from New GM to NHTSA dated July 2, 2014 regarding Recall No. 14V-407.

26. Attached hereto as **Exhibit X** is a true and correct copy of a letter from New GM to NHTSA dated July 28, 2014 regarding Recall No. 14V-460.

27. Attached hereto as **Exhibit Y** is a true and correct copy of a letter from NHTSA to New GM dated October 3, 2014 regarding Recall No. 14V-542.

28. Attached hereto as **Exhibit Z** and **Exhibit AA** are true and correct copies of the transcripts of a June 26, 2014 Today Show interview of New GM Chief Executive Officer Mary Barra.

29. Attached hereto as **Exhibit BB** is a true and correct copy of the relevant excerpts of the transcript of the hearing dated May 2, 2014 in *In re Motors Liquidation Company*, 09-50026 (REG).

30. Attached hereto as **Exhibit CC** is a true and correct copy of the relevant excerpts of the transcript of the hearing dated July 2, 2014 in *In re Motors Liquidation Company*, 09-50026 (REG).

31. Attached hereto as **Exhibit DD** is a true and correct copy of the relevant excerpts of the transcript of the hearing dated August 18, 2014 in *In re Motors Liquidation Company*, 09-50026 (REG).

32. Attached hereto as **Exhibit EE** is a true and correct copy of a Bloomberg News article titled "GM Could Face \$2 Billion Tab If Bankruptcy Shield Falls," dated November 5, 2014.

33. Attached hereto as **Exhibit FF** is a true and correct schedule of the volume, closing price and market value of GUC Trust Units traded between June 14, 2012 and October 21, 2014, based on information derived from Bloomberg Finance L.P.

34. I declare under penalty of perjury that to the best of my knowledge, the foregoing is true and correct.

Dated: November 5, 2014
New York, New York

/s/ Deborah J. Newman
Deborah J. Newman